

Exhibit DD

14 CONFIDENTIAL - ATTORNEYS' EYES ONLY
15
16 VIDEO DEPOSITION OF PAUL OTELLINI
17
18 January 29, 2013
19 REPORTED BY: GINA V. CARBONE CSR NO 8249 RPR CCRR

19 REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR
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[REDACTED] [REDACTED] [REDACTED]
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The figure consists of a 20x20 grid of black bars. The bars are primarily long and thin, with a few shorter bars scattered across the grid. The pattern of shorter bars is more concentrated in the upper and lower sections of the grid, while the middle sections contain mostly long bars.

A 20x20 grid of black bars on a white background. The bars are arranged in a pattern where most are horizontal, but some are vertical or form small clusters. The grid is bounded by a thick black border.

A 20x20 grid of black bars representing data points. The bars are arranged in a grid pattern, with some bars being taller than others, indicating varying data values. The grid is bounded by a thick black border.

Deposition of Paul Otellini

In Re: HIGH-TECH EMPLOYEE ANTITRUST LITIGATION

A 20x20 grid of black bars representing data points. The bars are arranged in a grid pattern, with some bars being significantly taller than others, indicating varying data values. The grid is composed of 20 horizontal rows and 20 vertical columns of bars.

The figure consists of a 15x15 grid of black bars on a white background. The bars are arranged in a pattern where most cells are empty, while some cells contain a single bar or a horizontal stack of bars. The bars are of varying lengths, with some being very short and others extending across the width of multiple cells. The pattern is roughly triangular, with the highest density of bars in the lower-right portion of the grid.

04:09:02 19 You can -- you can put that aside.

04:09:46 20 (Whereupon, Exhibit 468 was marked for
04:09:46 21 identification.)

04:09:47 22 MR. SAVERI: I've handed you Exhibit 468, it
04:09:51 23 has the Bates Nos. Google 00257207 through 210.

04:10:01 24 Again, it's a -- it's quite a complicated and
04:10:04 25 dense email. I want to ask you about the portions of

04:10:08 1 this that communicated to you -- well, unfortunately

04:10:16 2 most of it is.

04:10:25 3 In particular, I want to ask you about the

04:10:26 4 portion of the email -- about the portion of the

04:10:29 5 document which is Mr. Schmidt's email to you that starts

04:10:31 6 on the bottom of page 1 and continues over to page 2.

04:10:36 7 And I guess your preceding response.

04:11:20 8 A. Okay.

[REDACTED] [REDACTED] [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] [REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED] [REDACTED]

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[REDACTED] [REDACTED]

[REDACTED]

[REDACTED]

The figure consists of a 20x20 grid of black bars on a white background. The bars are arranged in a pattern that is roughly triangular in shape, with the highest density of bars in the center and tapering off towards the edges. The bars are of varying lengths, with some being very short and others extending across the width of multiple cells. The pattern is roughly triangular, with the highest density of bars in the center and tapering off towards the edges.

This figure consists of a 20x20 grid of black bars. The bars are arranged in a pattern that is roughly triangular in shape, with the highest density of bars in the center and tapering off towards the edges. The bars are of varying lengths, with some being very long and others very short. The pattern is created by small white gaps between the bars, which are otherwise solid black. The overall effect is a high-contrast, abstract graphic design.

The figure consists of a 20x20 grid of black bars. The bars are arranged in a pattern where most are horizontal, but some are vertical or have small black squares attached to them. The bars are of varying lengths, with some being very long and others very short. The pattern is as follows:

- Row 1: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 2: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 3: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 4: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 5: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 6: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 7: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 8: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 9: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 10: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 11: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 12: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 13: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 14: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 15: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 16: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 17: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 18: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 19: 1 horizontal bar (length 10), 1 vertical bar (length 1).
- Row 20: 1 horizontal bar (length 10), 1 vertical bar (length 1).

04:18:12 23 Q. Now, going back to 469 -- excuse me. Excuse

04:18:16 24 | me.

04:18:16 25 I had it in front of me and didn't give it to

04:18:18 1 you. I'm sorry. I apologize.

04:18:20 2 (Whereupon, Exhibit 469 was marked for

04:18:20 3 identification.)

04:18:27 4 MR. PICKETT: He needs to put a sticker on it.

04:18:31 5 MR. SAVERI: I'm sorry. I was doing things too

04:18:33 6 quickly.

04:18:35 7 Q. So do you have 469 in front of you?

04:18:46 8 A. This is now June.

04:18:48 9 Q. At the top of the chain, just so we're clear,

04:18:49 10 is an email from Art Levinson to Laszlo Bock dated

04:18:54 11 June 9, 2008, and the recipients are you, Eric Schmidt,

04:19:09 12 Bill Campbell, Shona Brown.

04:19:10 13 (Reporter clarification.)

04:20:33 14 THE WITNESS: Okay. I think I've got the gist

04:20:36 15 of it.

04:20:37 16 MR. SAVERI: Q. Let me take you up from

04:20:40 17 the back to the front of the document. The first

04:20:43 18 part of the chain is an email from Laszlo Bock to

04:20:46 19 Art Levinson, yourself, Eric Schmidt, Bill Campbell,

04:20:52 20 Shona Brown, Frank Wagner and others.

04:20:54 21 Do you see that?

04:20:55 22 A. Yes.

04:20:56 23 Q. Now, Mr. Bock writes, "Art & Paul," that's

04:20:59 24 Mr. Levinson and yourself, correct?

04:21:01 25 A. Yes.

The figure consists of a 20x20 grid of black bars. The bars are primarily thin and long, oriented horizontally. Interspersed among these are several bars that are significantly longer and thicker, creating a visual pattern of varying lengths. The grid is enclosed within a thick black border.

The figure consists of a 15x15 grid of black bars. The bars are black on a white background. The pattern of bars is as follows:

- Row 1: 1 bar in cell (1,1)
- Row 2: 1 bar in cell (2,1)
- Row 3: 1 bar in cell (3,1)
- Row 4: 1 bar in cell (4,1)
- Row 5: 1 bar in cell (5,1)
- Row 6: 1 bar in cell (6,1)
- Row 7: 1 bar in cell (7,1)
- Row 8: 1 bar in cell (8,1)
- Row 9: 1 bar in cell (9,1)
- Row 10: 1 bar in cell (10,1)
- Row 11: 1 bar in cell (11,1)
- Row 12: 1 bar in cell (12,1)
- Row 13: 1 bar in cell (13,1)
- Row 14: 1 bar in cell (14,1)
- Row 15: 1 bar in cell (15,1)

Horizontal bars:

- Row 1: 1 bar in cell (1,2)
- Row 2: 1 bar in cell (2,2)
- Row 3: 1 bar in cell (3,2)
- Row 4: 1 bar in cell (4,2)
- Row 5: 1 bar in cell (5,2)
- Row 6: 1 bar in cell (6,2)
- Row 7: 1 bar in cell (7,2)
- Row 8: 1 bar in cell (8,2)
- Row 9: 1 bar in cell (9,2)
- Row 10: 1 bar in cell (10,2)
- Row 11: 1 bar in cell (11,2)
- Row 12: 1 bar in cell (12,2)
- Row 13: 1 bar in cell (13,2)
- Row 14: 1 bar in cell (14,2)
- Row 15: 1 bar in cell (15,2)

Vertical bars:

- Row 1: 1 bar in cell (1,3)
- Row 2: 1 bar in cell (2,3)
- Row 3: 1 bar in cell (3,3)
- Row 4: 1 bar in cell (4,3)
- Row 5: 1 bar in cell (5,3)
- Row 6: 1 bar in cell (6,3)
- Row 7: 1 bar in cell (7,3)
- Row 8: 1 bar in cell (8,3)
- Row 9: 1 bar in cell (9,3)
- Row 10: 1 bar in cell (10,3)
- Row 11: 1 bar in cell (11,3)
- Row 12: 1 bar in cell (12,3)
- Row 13: 1 bar in cell (13,3)
- Row 14: 1 bar in cell (14,3)
- Row 15: 1 bar in cell (15,3)

Other patterns:

- Row 1: 1 bar in cell (1,4)
- Row 2: 1 bar in cell (2,4)
- Row 3: 1 bar in cell (3,4)
- Row 4: 1 bar in cell (4,4)
- Row 5: 1 bar in cell (5,4)
- Row 6: 1 bar in cell (6,4)
- Row 7: 1 bar in cell (7,4)
- Row 8: 1 bar in cell (8,4)
- Row 9: 1 bar in cell (9,4)
- Row 10: 1 bar in cell (10,4)
- Row 11: 1 bar in cell (11,4)
- Row 12: 1 bar in cell (12,4)
- Row 13: 1 bar in cell (13,4)
- Row 14: 1 bar in cell (14,4)
- Row 15: 1 bar in cell (15,4)

04:26:07 20 MR. SAVERI: You can put that aside.

04:26:29 21 I'm sorry I've blown through all the numbers.

04:26:30 22 | What's the next?

04:26:31 23 | MR. PICKETT: 470

04:26:34 24 (Whereupon, Exhibit 470 was marked for identification.)

04:26:34 25

04:26:36 1 MR. SAVERI: Q. I've handed you what's
04:26:37 2 been marked as 470. It has the Bates numbers
04:26:53 3 GOOG-HIGH-TECH-00455027 through 35.
04:27:08 4 It's rather a long document. I'm going to ask
04:27:11 5 you about the portions of it that refer to you by name,
04:27:15 6 and then in particular the portions that are on page 2,
04:27:23 7 Summary of Key Guidance. And then there is a section on
04:27:27 8 page 4 that talks about Talent Retention and Attraction.
04:27:35 9 A. Well, you want me to read all that first?
04:27:38 10 Q. I think you should read whatever you think you
04:27:40 11 need to be comfortable with the document.
04:27:41 12 A. I don't remember the document, so it's --
04:27:44 13 Q. Okay.
04:27:44 14 A. -- it will take a while.
04:32:12 15 Okay.
04:32:12 16 Q. Have you had a chance to review the document?
04:32:14 17 A. I have.
04:32:15 18 Q. Now, at the top of the first page, the title of
04:32:20 19 the document says Minutes of a Regular Meeting of the
04:32:24 20 Leadership Development and Compensation Committee of the
04:32:26 21 Board of Directors of Google Inc. October 14th, 2009.
04:32:31 22 Do you see that?
04:32:32 23 A. I do.
04:32:35 24 Q. Is this an example of minutes of an LDCC
04:32:39 25 meeting that you attended?

05:11:08 1 3308.

The figure consists of a 20x20 grid of black bars on a white background. The bars are arranged in a pattern where most rows have 19 bars and one row has 20 bars. The bars are of varying lengths, with some being very short and others extending across the width of the grid. The pattern creates a visual effect of a grid with missing or varying cell widths.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

05:14:00 5 (Whereupon, Exhibit 474 was marked for identification.)

05:14:00 6

05:14:23 7 MR. SAVERI: Q. I've handed you what's

05:14:24 8 been marked as Exhibit 474, Bates No. 76616DOC005972

05:14:34 9 to 973.

05:14:36 10 Draw your attention to the top of the first

05:14:38 11 page which is an email from Laszlo Bock to yourself with

05:14:42 12 copies to Eric Schmidt and Shona Brown and John Doerr

05:14:47 13 dated November 16, 2010.

05:14:48 14 Do you have that in front of you?

05:14:50 15 A. I do.

05:14:51 16 Q. Did you receive this email from Laszlo Bock on

05:14:53 17 or about the date that's indicated?

05:14:56 18 A. Very likely.

05:14:57 19 Q. Do you have any reason to believe you did not?

05:15:01 20 A. No.

05:15:02 21 Q. You can put that aside.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

05:15:46 3 (Whereupon, Exhibit 475 was marked for

05:15:46 4 identification.)

05:16:06 5 MR. SAVERI: Q. 475 is an email from

05:16:10 6 Laszlo Bock to a number of individuals including

05:16:17 7 John Doerr, yourself, John Hennessy, Shirley

05:16:20 8 Tilghman and others.

05:16:22 9 And for purposes of the record, it's a document

05:16:27 10 with the Bates number Google 00252681.

05:16:32 11 Do you have that in front of you?

05:16:33 12 A. Yes, I do.

05:16:35 13 Q. Did you receive this email from Mr. Bock on or

05:16:38 14 about this date?

05:16:39 15 A. Probably.

05:16:40 16 Q. Now, were the individuals who were identified

05:16:48 17 here members of the Google board of directors?

05:16:52 18 A. On the -- the "To" line, they are.

05:16:59 19 Q. So in January of 2011, John Hennessy was a

05:17:02 20 member of the Google board, correct?

05:17:04 21 A. Yes.

05:17:05 22 Q. At the time, was he -- that's the John Hennessy

05:17:07 23 who is the president of Stanford?

05:17:09 24 A. Yes.

05:17:10 25 Q. And at this time, Shirley -- is it Tilghman?

05:17:16 1 A. Tilghman.

05:17:18 2 Q. Was she the head of Princeton at the time?

05:17:20 3 A. Yes.

05:17:21 4 Q. And Ram Shriram -- okay. And both Mr. Shriram

05:17:29 5 and Ann Mather were also members of the board?

05:17:32 6 A. Yes.

05:17:32 7 Q. And are the persons -- well, was Mr. Campbell

05:17:36 8 member of the board at this time?

05:17:37 9 A. No. Nor has he ever been.

05:17:42 10 Q. I understand that. Mr. Schmidt, Larry Page,

05:17:45 11 Sergey Brin, Shona Brown, Kent Walker, at the time they

05:17:49 12 were all employees of Google, correct?

05:17:51 13 A. Yes, they were.

The figure consists of a 12x12 grid of black bars. The bars are arranged in 12 rows and 12 columns. The first column has 12 bars. The second column has 11 bars, with the top one being shorter. The third column has 10 bars, with the top two being shorter. The fourth column has 9 bars, with the top three being shorter. The fifth column has 8 bars, with the top four being shorter. The sixth column has 7 bars, with the top five being shorter. The seventh column has 6 bars, with the top six being shorter. The eighth column has 5 bars, with the top seven being shorter. The ninth column has 4 bars, with the top eight being shorter. The tenth column has 3 bars, with the top nine being shorter. The eleventh column has 2 bars, with the top ten being shorter. The twelfth column has 1 bar, which is the shortest bar in the entire grid.

The figure consists of a 20x20 grid of black bars on a white background. The bars are arranged in a pattern where most cells are empty, while some cells contain a single black bar. The bars are of varying lengths and are positioned in a staggered, non-overlapping manner. The pattern is as follows:

- Row 1: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 2: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 3: 1 bar (length 10), 1 empty cell, 1 bar (length 10), 1 empty cell.
- Row 4: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 5: 1 bar (length 10), 1 empty cell, 1 bar (length 10), 1 empty cell.
- Row 6: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 7: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 8: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 9: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 10: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 11: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 12: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 13: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 14: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 15: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 16: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 17: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 18: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 19: 1 bar (length 10), 1 empty cell, 1 empty cell.
- Row 20: 1 bar (length 10), 1 empty cell, 1 empty cell.

05:21:05 17 Q. I'm sorry. Fair enough.

This figure consists of a 20x20 grid of black bars on a white background. The bars are arranged in a pattern where most cells are empty, while some cells contain a single bar or a group of bars. The bars are of varying lengths and widths, creating a visual representation of data distribution. The pattern is as follows:

- Row 1: 1 bar (width 1), 1 bar (width 1)
- Row 2: 1 bar (width 1), 1 bar (width 1)
- Row 3: 1 bar (width 1), 1 bar (width 1)
- Row 4: 1 bar (width 1), 1 bar (width 1)
- Row 5: 1 bar (width 1), 1 bar (width 1)
- Row 6: 1 bar (width 1), 1 bar (width 1)
- Row 7: 1 bar (width 1), 1 bar (width 1)
- Row 8: 1 bar (width 1), 1 bar (width 1)
- Row 9: 1 bar (width 1), 1 bar (width 1)
- Row 10: 1 bar (width 1), 1 bar (width 1)
- Row 11: 1 bar (width 1), 1 bar (width 1)
- Row 12: 1 bar (width 1), 1 bar (width 1)
- Row 13: 1 bar (width 1), 1 bar (width 1)
- Row 14: 1 bar (width 1), 1 bar (width 1)
- Row 15: 1 bar (width 1), 1 bar (width 1)
- Row 16: 1 bar (width 1), 1 bar (width 1)
- Row 17: 1 bar (width 1), 1 bar (width 1)
- Row 18: 1 bar (width 1), 1 bar (width 1)
- Row 19: 1 bar (width 1), 1 bar (width 1)
- Row 20: 1 bar (width 1), 1 bar (width 1)

The figure consists of a 20x20 grid of black bars on a white background. The bars are arranged in a pattern that is roughly triangular in shape, with the highest density of bars in the center and tapering off towards the edges. The bars are black and have a consistent width. Some cells in the grid contain a single black square, while others contain a horizontal bar. The pattern is roughly triangular, with the highest density of bars in the center and tapering off towards the edges.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

05:27:40 7 (Whereupon, Exhibit 476 was marked for
05:27:40 8 identification.)

05:28:04 9 (Discussion off the record.)

05:28:12 10 MR. SAVERI: Q. Mr. Otellini, I've handed
05:28:22 11 you what's been marked as Exhibit 476. It has the
05:28:23 12 Bates No. 76616DOC000763.

05:28:35 13 The top of the document is an email from you to
05:28:39 14 someone named Mark Fichtner. Do you see that?

05:28:44 15 A. Yes.

05:28:45 16 Q. Did you write this email to Mr. Fichtner?

05:28:48 17 A. Yes, I did.

05:28:49 18 Q. And you say, "Our pay philosophy is
05:28:51 19 straightforward. We pay salary and bonus based upon
05:28:54 20 market. We remain very competitive there."

05:28:57 21 Do you see that?

05:28:58 22 A. Yes.

05:28:58 23 Q. Is that a -- an accurate statement?

05:29:00 24 A. Yes.

05:29:08 25 Q. Now, from time to time, did -- were you

05:52:12 1 Q. But my question, sir, was after you wrote this
05:52:14 2 email, did you ever make any subsequent communication
05:52:18 3 to -- with respect to the subject further clarifying any
05:52:25 4 ambiguity in your response?

05:52:27 5 A. You asked that question, I said no, and then I
05:52:29 6 went on and explained.

05:52:30 7 Q. Now, when did you first -- subsequent to
05:52:46 8 writing your email, did you have any conversation with
05:52:52 9 Ms. Thompson or anybody else about this subject where
05:52:54 10 they raised any questions about what you meant in this
05:52:58 11 email?

05:52:59 12 A. Not that I recall.

05:53:02 13 MR. SAVERI: I think I'm done. I'm certain I'm
05:53:04 14 done.

05:53:05 15 Thank you for your time, sir.

05:53:06 16 THE WITNESS: Good. I think I'm done.

05:53:08 17 MR. PICKETT: Thank you.

05:53:08 18 THE VIDEOGRAPHER: This is the end of video 4
05:53:09 19 of 4 and concludes today's proceedings.

05:53:12 20 The master videos will be retained by Jordan
05:53:13 21 Media.

05:53:15 22 We are now off the record and the time is 5:53.

06:47:44 23 (The deposition concluded at 5:53 PM)

06:47:44 24

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1 I, Gina V. Carbone, Certified Shorthand
2 Reporter licensed in the State of California, License
3 No. 8249, hereby certify that the deponent was by me
4 first duly sworn and the foregoing testimony was
5 reported by me and was thereafter transcribed with
6 computer-aided transcription; that the foregoing is a
7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or
9 attorney for either of any of the parties in the
10 foregoing proceeding and caption named or in any way
11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of
13 the original transcript will render the reporter's
14 certificates null and void.

15 In witness whereof, I have hereunto set my
16 hand this day: February 1, 2013.

17 ____ Reading and Signing was requested.

18 ____ Reading and Signing was waived.

19 ____ X ____ Reading and signing was not requested.

20

21

22

23

GINA V. CARBONE

24

CSR 8249, RPR, CCRR

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